

Proposed Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: § Chapter 11
FIELDWOOD ENERGY III LLC, *et al.*, § Case No. 20-33948 (MI)
§ (Jointly Administered)
Post-Effective Date Debtors.¹ §

ORDER SUSTAINING PLAN ADMINISTRATOR'S TENTH OMNIBUS OBJECTION
SEEKING TO RECLASSIFY CERTAIN CLAIMS

(IMPROPERLY CLASSIFIED CLAIMS)

[Related Docket No. ____]

Upon the *Plan Administrator's Tenth Omnibus Objection Seeking to Reclassify Certain Claims (Improperly Classified Claims)* (the "Objection")² of the administrator of the chapter 11 plan (the "Plan Administrator") of the above-captioned reorganized debtors (collectively, the "Debtors," as applicable, and after the effective date of their plan of reorganization, the "Reorganized Debtors"), seeking entry of an order (this "Order") reclassifying the Improperly Classified Claims identified on Schedule 1 attached hereto, it is **HEREBY ORDERED THAT:**

¹ The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor's federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the "Post-Effective Date FWE I Subsidiaries") are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Objection.

1. Pursuant to sections 502(b), 503(b), and 507(a) of the Bankruptcy Code, and Bankruptcy Rule 3007, each Improperly Classified Claim identified on **Schedule 1** to this Order is reclassified, either in its entirety or in part, as indicated in the columns entitled “Modified Secured,” “Modified Admin,” “Modified Priority,” and “Modified Unsecured.” For the avoidance of doubt, the amounts set forth in the column entitled “Modified Admin” shall have priority pursuant to section 503(b) of the Bankruptcy Code, the amounts set forth in the column entitled “Modified Priority” shall have priority pursuant to section 507(a) of the Bankruptcy Code, and the amounts set forth in the column entitled “Modified Unsecured” shall be deemed general unsecured claims, not otherwise entitled to priority pursuant to section 503(b) and 507(a) of the Bankruptcy Code.

2. The Debtors’ Claims Agent is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.

3. Each claim and the objections by the Plan Administrator to each claim identified in **Schedule 1** constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each Improperly Classified Claim.

4. Except as otherwise provided in this Order, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity or such Debtor entity’s estate; (b) a waiver of any party’s right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Plan Administrator’s rights under the Bankruptcy Code or any other applicable law.

5. The Plan Administrator, the Claims Agent, and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

6. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Dated: _____, 2022

MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE

Schedule 1

Fieldwood Energy LLC and its
affiliated Debtors
Case No. 20-33948

Schedule 1 - Reclassified
Claims

CreditorName	Address	Claim #	Debtor Entity	Asserted Secured	Asserted Admin	Asserted Priority	Asserted Unsecured	Asserted Total	Modified Secured	Modified Admin	Modified Priority	Modified Unsecured	Modified Total	Reason for Reclassification
Answering Bureau Inc.	Deccomm 518 Patin Road Caretto, LA 70520	166	Fieldwood Energy LLC	0.00	681.55	0.00	211.60	893.15	0.00	0.00	0.00	893.15	893.15	Claim is based on services provided to the Debtors and not goods. Therefore the claim is not entitled to administrative expense priority under section 503(b)(9).
Chapman Consulting, Inc.	138 Thoroughbred Drive Lafayette, LA 70507	164	Fieldwood Energy LLC	0.00	0.00	708.75	0.00	708.75	0.00	0.00	0.00	708.75	708.75	Creditor is claiming priority status for contract labor. Debtors recognizes an unsecured claim with this creditor but not a priority claim relationship with employees hired and paid by this creditor.
Coastal Environmental Services, LLC	111 Matrix Loop Lafayette, LA 70507	287	Fieldwood Energy LLC	0.00	72,093.34	72,093.34	0.00	72,093.34	0.00	0.00	0.00	72,093.34	72,093.34	Claim is based on services provided to the Debtors and not goods. Therefore the claim is not entitled to administrative expense priority under section 503(b)(9).
DNV GL Noble Denton USA LLC	Attn: Yurgen Benitez 1400 Ravetto Drive Katy, TX 77449	99	Fieldwood Energy LLC	0.00	0.00	13,650.00	9,593.05	23,243.05	0.00	0.00	0.00	23,243.05	23,243.05	Creditor is claiming priority status for contract labor. Debtors recognizes an unsecured claim with this creditor but not a priority claim relationship with employees hired and paid by this creditor.
Infinity Valve & Supply, L.L.C.	Ryan Goudelocke 3936 Bienville Street New Orleans, LA 70119	977	Fieldwood Energy LLC	0.00	34,039.97	0.00	26,414.84	60,454.81	0.00	27,246.85	0.00	33,207.96	60,454.81	Claimant attached invoices to proof of claim indicating that the Claim arose from providing goods that were not delivered to the Debtors within the section 503(b)(9) 20-day window. Therefore the Bankruptcy Code does not recognize administrative status for this Claim.
Intertek USA, Inc. DBA Calsk Brett	Sharon Boudreaux-Intertek 2831 Highway 311 Schreveen, LA 70395	401	Fieldwood Energy LLC	0.00	0.00	518,548.60	127,297.20	645,845.80	0.00	0.00	0.00	645,845.80	645,845.80	Creditor is claiming priority status for contract labor. Debtors recognizes an unsecured claim with this creditor but not a priority claim relationship with employees hired and paid by this creditor.
Oceanweather Inc.	350 Bedford Street, Suite 404 Stamford, CT 06901	362	Fieldwood Energy LLC	0.00	18,000.00	0.00	0.00	18,000.00	0.00	0.00	0.00	18,000.00	18,000.00	Claimant attached invoices to proof of claim indicating that the Claim arose from providing goods that were not delivered to the Debtors within the section 503(b)(9) 20-day window. Therefore the Bankruptcy Code does not recognize administrative status for this Claim.
Red Fox Environmental Service Inc	15138 Cherrin Agreeable Rd Youngsville, LA 70592	383	Fieldwood Energy Offshore LLC	0.00	0.00	6,716.35	0.00	6,716.35	0.00	0.00	0.00	6,716.35	6,716.35	Although the Claim was filed with priority status, the claimant checked the box in part 12 of its proof of claim form indicating that it is in fact not entitled to priority status under section 507(a) of the Bankruptcy Code. Moreover, the Claimant has not otherwise provided any support in its proof of claim for its entitlement to priority status, and the Plan Administrator does not believe, based on the documentation attached to the proof of claim, that the Claim is entitled to such status.
Total Waste Solutions, LLC	Attn: Jane Barrilleaux 16201 E Main St. Cul Off, LA 70345	215	Fieldwood Energy LLC	0.00	22,423.44	0.00	94,968.96	117,392.40	0.00	0.00	0.00	117,392.40	117,392.40	Claim is based on services provided to the Debtors and not goods. Therefore the claim is not entitled to administrative expense priority under section 503(b)(9).